



American Stock Exchange
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New York, NY 10006

Cert AMX

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1-15131

September 13, 2004

Mr. Brian Johnson
Branch Chief
Filer Support 2
Office of Filing Information
Securities and Exchange Commission
Judiciary Plaza
450 Fifth Street, NW
Washington, D.C. 20549

SEP 13 2004

Dear Mr. Johnson:

This is to certify that on September 10, 2004, The American Stock Exchange, Inc. (the "Exchange") received from Peace Arch Entertainment Group, Inc. (the "Registrant") a copy of the Registrant's application on Form 8-A/A for the registration of the following securities:

Class A and Class B Common Stock, No par value.

We further certify that the above described securities have been approved by the Exchange for listing and registration upon official notice of issuance.

We understand that the Registrant is seeking effectiveness of the 8-A/A concurrently with effectiveness of its 1933 Act Registration Statement, and we hereby join in such request.

Sincerely,

cc: Herbert Scholl

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